IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

U.S. ENERCORP, LTD.,	§	
	§	
PLAINTIFF,	§	
	§	
v.	§	CIVIL ACTION NO.
	§	5:12-cv-01231-DAE
SDC MONTANA BAKKEN EXPLORATION, LLC, VAL VERDE INVESTMENTS, LLC, AND RINGO SHAPIRO,	§	
	§	
	§	
	§	
	§	
DEFENDANTS.	§	

MOTION TO WITHDRAW AS COUNSEL-OF-RECORD

COMES NOW the law firm of BEIRNE, MAYNARD & PARSONS, L.L.P. ("BMP"), and, pursuant to Local Rule AT-3, respectfully moves to withdraw as Counsel-of-Record Scott D. Marrs and John G. George, Jr., both of BMP. In support thereof, BMP would show as follows:

1. The law firm of BMP and its attorneys Scott D. Marrs and John G. George, Jr. are currently counsel-of-record for Defendants SDC Montana Bakken Exploration, LLC, Val Verde Investments, LLC, and Ringo Shapiro ("Defendants"). Defendants are also represented by The Taillieu Law Firm and its attorneys Olivier A. Taillieu and Raffi V. Zerounian who have been admitted to practice *pro hac vice* in this Court. Olivier A. Taillieu is the attorney-in-charge for Defendants in this lawsuit.

2. Prior to filing this motion, Defendants were made aware of BMP's intent to file the motion to withdraw. Subsequently, Defendants indicated they secured new local counsel; however, to date, Defendants have not substituted in their new local counsel.

3. Despite several attempts by BMP to resolve the matter, Defendants and BMP have not been able to reach an agreement on this issue.

4. Defendants Ringo Shapiro, SDC Montana Bakken Exploration, LLC, and Val Verde Investments, LLC have been advised of this Motion, which has been sent to Defendants at the Defendants' last known address at 100 Wilshire Blvd., Suite 640, Santa Monica, California 90401 by certified mail, regular first class mail, and e-mail, as well as to Olivier Taillieu and Raffi V. Zerounian at The Taillieu Law Firm, 450 N. Roxbury Drive, Suite 700, Beverly Hills, California 90210 by certified mail, regular first class mail, and e-mail.

5. Currently, there are no pending settings or deadlines. However, Defendants' Motion to Dismiss (Document 16), Plaintiff's Response (Document 24), and Defendants' Reply (Document 25) are pending before the Court.

6. This Motion has not been filed for the purpose of delaying proceedings, and no delay will be "countenanced" with a change of counsel.

WHEREFORE, PREMISES CONSIDERED, BMP prays that

1. This Honorable Court grant this Motion to Withdraw, and

2. Scott D. Marrs and John G. George, Jr. of Beirne, Maynard & Parsons, L.L.P., as well as the law firm of Beirne, Maynard & Parsons, L.L.P., be withdrawn as counsel-of-record.

Respectfully submitted,

/s/ John G. George, Jr.

Scott D. Marrs
FID No. 13605
Texas Bar No. 13013400
Beirne, Maynard & Parsons, L.L.P.
1300 Post Oak Blvd., Ste. 2500
Houston, TX 77056
Telephone: (713) 623-0887
Facsimile: (713) 960-1527
-and-
John G. George, Jr.
FID No. 1071929
Texas Bar No. 24051944
Beirne, Maynard & Parsons, L.L.P.
112 East Pecan Street
San Antonio, Texas 78205
Telephone: (210) 582-0220
Facsimile: (210) 582-0231

CERTIFICATE OF SERVICE

I hereby certify that on April 23, 2013, I electronically transmitted this Motion to Withdraw as Counsel-of-Record to the clerk of the court using the ECF System for filing and transmittal of a Notice of Electronic Filing to the following ECF registrants:

James M. Truss
Corey Wehmeyer
COX SMITH MATTHEWS INCORPORATED
112 E. Pecan Street, Suite 1800
San Antonio, Texas 78205

Olivier A Taillieu
Raffi V. Zerounian
The Tallieu Law Firm
450 N. Roxbury, Suite 700
Beverly Hills, California 90210

I further certify that on April 23, 2013, I sent a copy of this this Motion to Withdraw as Counsel-of-Record to Defendants Ringo Shapiro, SDC Montana Bakken Exploration, LLC, and Val Verde Investments, LLC at the Defendants' last known address at 100 Wilshire Blvd., Suite 640, Santa Monica, California 90401, and to Olivier Taillieu and Raffi V. Zerounian at The Taillieu Law Firm, 450 N. Roxbury Drive, Suite 700, Beverly Hills, California 90210 by certified mail and regular first class mail.

/s/ John G. George, Jr.